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Attorney for SCOTTSDALE INSURANCE COMPANY

UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF CALIFORNIA

STEM, INC.,

Plaintiff,

v.

SCOTTSDALE INSURANCE
COMPANY, an Ohio corporation; and
DOES 1 through 20, inclusive,

Defendants.

Case No.: 4:20-cv-02950-CBR

**DEFENDANT SCOTTSDALE
INSURANCE COMPANY'S
EXHIBIT LIST**Pre-Trial Conference: 04/27/21
Trial Date: 06/14/21

Pursuant to Rule 26(a) (3) of the Federal Rules of Civil Procedure, Scottsdale Insurance Company ("Defendant") by and through their attorneys of record, hereby submit the following list of trial exhibits that may be used at trial in this matter

EXHIBIT NO.	DESCRIPTION	SPONSORING WITNESS
1. *	Scottsdale "Business and Management Indemnity" Policy No. EKS3113947, in effect from October 27, 2013 to October 27, 2014	Michael Zartman, Aaron Klass, Tanya Bryan, Paul Tomasi

EXHIBIT NO.	DESCRIPTION	SPONSORING WITNESS
2.	Scottsdale "Business and Management Indemnity" Policy No. EKS3202928, in effect from October 27, 2016 to October 27, 2017	Michael Zartman, Aaron Klass, Tanya Bryan, Paul Tomasi
3.	Reineccius Employment Agreement dated March 17, 2009	Brian Thompson, Stacey Reineccius, David Buzby, Zeb Rice
4.	Restricted Stock Purchase Agreement dated March 17, 2009	Brian Thompson, Stacey Reineccius, David Buzby, Zeb Rice
5.	Reineccius Employment Agreement dated April 14, 2010	Brian Thompson, Stacey Reineccius, David Buzby, Zeb Rice
6.	Letter to Buzby RE Board Member	Brian Thompson, Stacey Reineccius, David Buzby, Zeb Rice
7.	Restricted Stock Purchase Agreement dated April 21, 2010	Brian Thompson, Stacey Reineccius, David Buzby, Zeb Rice
8.	Rice email in which he advises Stem of problems with Reinccius	Brian Thompson, Stacey Reineccius, David Buzby, Zeb Rice

EXHIBIT NO.	DESCRIPTION	SPONSORING WITNESS
9.	Board Minutes re Reineccius Termination dated September 20 and 22, 2010	Brian Thompson, Stacey Reineccius, David Buzby, Zeb Rice
10.	Letter from Thompson to Reineccius RE termination	Brian Thompson, Stacey Reineccius, David Buzby, Zeb Rice, Michael Zartman, Aaron Klass
11.	Letter from Powergenetics to Reineccius RE repurchase of shares	Brian Thompson, Stacey Reineccius, David Buzby, Zeb Rice, Michael Zartman, Aaron Klass
12.	Chart RE "SR resolution" needed	Brian Thompson, Stacey Reineccius, David Buzby, Zeb Rice
13.	Letter from Powergenetics to Shareholders dated October 28, 2010	Brian Thompson, Stacey Reineccius, David Buzby, Zeb Rice
14.	Letter from Powergenetics/Wilson Sonsini to Reineccius/Grimm RE return of property and repay loans	Brian Thompson, Stacey Reineccius, David Buzby, Zeb Rice, Michael Zartman, Aaron Klass, Richard Grimm

EXHIBIT NO.	DESCRIPTION	SPONSORING WITNESS
15.	Letter from Richard Grimm to Powergetics, Inc. dated November 17, 2010	Brian Thompson, Stacey Reineccius, David Buzby, Zeb Rice, Michael Zartman, Aaron Klass, Richard Grimm
16.	Letter from Baudler to Grimm dated November 22, 2010	Brian Thompson, Stacey Reineccius, David Buzby, Richard Grimm
17.	Letter from Stem/Wilson to Grimm with Documents requested in 11/17/10 letter except personnel file and payroll records.	Brian Thompson, Stacey Reineccius, David Buzby, Zeb Rice, Richard Grimm
18.	Letter from Stacy Reineccius to Brian Thompson dated January 19, 2011	Brian Thompson, Stacey Reineccius, David Buzby, Zeb Rice, Michael Zartman, Aaron Klass, Richard Grimm
19.	Demand for Arbitration dated February 8, 2011	Brian Thompson, Stacey Reineccius, David Buzby, Zeb Rice, Michael Zartman, Aaron Klass, Richard Grimm

EXHIBIT NO.	DESCRIPTION	SPONSORING WITNESS
20.	Stem Board Minutes dated February 17, 2011	Brian Thompson, Stacey Reineccius, David Buzby, Zeb Rice, Richard Grimm
21.	Stem Board Minutes dated March 7, 2011	Brian Thompson, Stacey Reineccius, David Buzby, Zeb Rice, Richard Grimm
22.	Arbitration Statement of Claims dated March 14, 2011	Brian Thompson, Stacey Reineccius, David Buzby, Zeb Rice, Michael Zartman, Aaron Klass, Richard Grimm, Gregory Klingsporn
23.	Settlement Agreement dated March 28, 2011	Brian Thompson, Stacey Reineccius, David Buzby, Zeb Rice, Michael Zartman, Aaron Klass, Richard Grimm and Gregory Klingsporn
24.	Email from Woodruff-Sawyer/Wade Pederson RE "new insurer not looking to cover future litigation related to known circumstances."	Brian Thompson, David Buzby, Wade Pederson
25.	Emails between Thompson and Ted Glauthier RE Application and Reineccius	Brian Thompson, David Buzby, Wade Pederson

EXHIBIT NO.	DESCRIPTION	SPONSORING WITNESS
26.	Email from Ted Glauthier to Pederson/Woodruff and Thompson/Stem RE application and leaving it you whether situation with former "employee" qualifies and claims no litigation.	Brian Thompson, David Buzby, Wade Pederson
27.	Stem Board Minutes appointing Zeb Rice to Board	
28.	2011 Application - Unsigned	Michael Zartman, Aaron Klass, Tanya Bryan, Paul Tomasi
29.	Email from Ted Glauthier to Pederson/Woodruff RE application and setting a call to discuss issues they spoke about in response to question IV on the application	Brian Thompson, David Buzby, Wade Pederson
30.	Underwriting Worksheet dated September 8, 2011	Tanya Bryan, Paul Tomasi
31.	Email from Thompson dated September 8, 2011	Brian Thompson, Wade Pederson
32.	Stem's 2011 Application for Scottsdale Insurance	Michael Zartman, Aaron Klass, Tanya Bryan, Paul Tomasi, Brian Thompson, David Buzby
33.	Email from Freund to Bryan dated September 13, 2011	Michael Zartman, Aaron Klass, Tanya Bryan, Paul Tomasi
34.	Email to Scottsdale with September 2011 Application	Michael Zartman, Aaron Klass, Tanya Bryan, Paul Tomasi, Wade Pederson, Brian Thompson, David Buzby

EXHIBIT NO.	DESCRIPTION	SPONSORING WITNESS
35.	The Scottsdale 2011-2012 Policy	Michael Zartman, Aaron Klass, Tanya Bryan, Paul Tomasi, Brian Thompson, David Buzby, Zeb Rice
36.	October 2012 Stem Board Meeting Materials	Michael Zartman, Aaron Klass, Brian Thompson, David Buzby, Zeb Rice
37.	Email Chain with Thompson, Buzby, Rice, and Khan	Brian Thompson, David Buzby, Zeb Rice
38.	Emails between Khan and Brenner/Moran RE Reineccius' shares	David Buzby, Zeb Rice
39.	Email between Rice and Weiss/Angelino Group RE termination of Khan	David Buzby, Zeb Rice
40.	Letter to Shareholders re Series B Financing dated December 16, 2013	David Buzby, Zeb Rice, John Carrington
41.	Stockholder Information Sheet re Series B Financing dated December 16, 2013	David Buzby, Zeb Rice, John Carrington
42.	Letter from Richard Grimm to Stem, Inc. dated December 31, 2013	Michael Zartman, Aaron Klass, Richard Grimm, David Buzby, Zeb Rice, John Carrington

EXHIBIT NO.	DESCRIPTION	SPONSORING WITNESS
43.	Complaint in the action entitled <i>Richard Grimm v. Stem, Inc.</i> , filed on February 5, 2014 (the "Delaware Lawsuit")	David Buzby, Zeb Rice, John Carrington, Michael Zartman, Aaron Klass, Richard Grimm,
44.	Master in Chancery's "Final Report" dated October 13, 2014	David Buzby, Zeb Rice, John Carrington, Michael Zartman, Aaron Klass,
45.	Email from Woodruff Sawyer to Scottsdale dated October 17, 2014	Michael Zartman, Aaron Klass, Wade Pederson
46.	Letter from Michael Walder of Freedom Specialty to Joe Matamoros of Stem, Inc. dated January 23, 2015	Michael Zartman, Aaron Klass
47.	Secured Promissory Note signed by Carrington	David Buzby, Zeb Rice, John Carrington, Michael Zartman
48.	Security Agreement signed by Carrington	David Buzby, Zeb Rice, John Carrington, Michael Zartman
49.	Stock Warrant signed by Carrington	David Buzby, Zeb Rice, John Carrington, Michael Zartman

EXHIBIT NO.	DESCRIPTION	SPONSORING WITNESS
50.	Security Agreement signed by Buzby	David Buzby, Zeb Rice, John Carrington, Michael Zartman
51.	Stock Warrant Signed by Buzby	David Buzby, Zeb Rice, John Carrington, Michael Zartman
52.	Complaint in the Underlying Shareholder Lawsuit, filed on May 12, 2017	David Buzby, Zeb Rice, John Carrington, Michael Zartman, Aaron Klass
53.	Email from ABD Insurance to Scottsdale dated June 2, 2017 re tender	Michael Zartman, Aaron Klass
54.	Claim Notes from Scottsdale Claim File	Michael Zartman, Aaron Klass
55.	Letter from Aaron Klass to Bill Bush dated July 27, 2017 re denial	Michael Zartman, Aaron Klass, Bill Bush
56.	August, 2017 Letter from Scottsdale/Klass re denial	Michael Zartman, Aaron Klass, Bill Bush
57.	Email from Angeleno's attorney RE coverage for Angeleno	David Buzby, Zeb Rice, John Carrington,
58.	Petition to Compel Arbitration	David Buzby, Zeb Rice, John Carrington, Michael Zartman, Aaron Klass

EXHIBIT NO.	DESCRIPTION	SPONSORING WITNESS
59.	Declaration of McCarthy with 2009 and 2010 RSA with Reineccius	David Buzby, Zeb Rice, John Carrington, Michael Zartman, Aaron Klass,
60.	Declaration of Covington	David Buzby, Zeb Rice, John Carrington, Michael Zartman, Aaron Klass,
61.	Opposition to Petition to Compel Arbitration, filed on November 17, 2017	David Buzby, Zeb Rice, John Carrington,
62.	Order Compelling Arbitration and Staying Case	David Buzby, Zeb Rice, John Carrington, Michael Zartman, Aaron Klass
63.	Arbitration Response of Carrington and Buzby dated August 17, 2018	David Buzby, Zeb Rice, John Carrington,
64.	Email from Jim Gross to Bill Bush dated January 18, 2019	Bill Bush, David Buzby
65.	Share Valuation Report dated January 31, 2019	Bill Bush, David Buzby, John Carrington, Zeb Rice
66.	AAA MSJ by Rice and Angeleno Group	Michael Zartman, Aaron Klass, Zeb Rice, David Buzby, John Carrington, Zeb Rice

EXHIBIT NO.	DESCRIPTION	SPONSORING WITNESS
67.	Berlin Settlement Agreement dated August 7, 2019	Michael Zartman, Aaron Klass, David Buzby, John Carrington, Zeb Rice, Stacey Reineccius
68.	Berlin Stock Repurchase Agreement dated August 7, 2019	Michael Zartman, Aaron Klass, David Buzby, John Carrington, Zeb Rice, Stacey Reineccius
69.	Reineccius Settlement Agreement dated August 7, 2019	Michael Zartman, Aaron Klass, Stacey Reineccius, David Buzby, Zeb Rice, John Carrington
70.	Reineccius Stock Repurchase Agreement dated August 7, 2019	Michael Zartman, Aaron Klass, Stacey Reineccius, David Buzby, Zeb Rice, John Carrington
71.	Stem Wire to Brenda Berlin dated August 26, 2019 for \$200,000	Michael Zartman, Aaron Klass, Stacey Reineccius, David Buzby, Zeb Rice, John Carrington
72.	Stem Wire to Stacy Reineccius dated August 26, 2019 for \$1,500,000	Stacey Reineccius, David Buzby, Zeb Rice, John Carrington,

EXHIBIT NO.	DESCRIPTION	SPONSORING WITNESS
73.	First Amended Complaint in the Underlying Shareholder Lawsuit, dated December 13, 2019	David Buzby, Zeb Rice, John Carrington, Michael Zartman, Aaron Klass
74.	Angeleno Invoice to Stem dated January 24, 2020 - REDACTED	David Buzby, Zeb Rice, John Carrington
75.	Stem Wire Transfer to Angeleno Group dated February 3, 2020 for \$631,591.41 - REDACTED	David Buzby, Zeb Rice, John Carrington
82. ¹	Stem's Production of documents on January 28, 2021 – Documents from Underlying Action	David Buzby, Zeb Rice, John Carrington, Michael Zartman, Aaron Klass
83.	Stem's Responses to Scottsdale's Interrogatories, Set 1, dated November 4, 2020	David Buzby, Zeb Rice, John Carrington
84.	Email from Grimm to McCarthy	David Buzby, Zeb Rice, John Carrington, Richard Grimm
85.	Email from Gaskin to Zeb Rice Re resignation	David Buzby, Zeb Rice, John Carrington, Michael Zartman, Aaron Klass

¹ The parties pre-marked exhibits prior to depositions. The gap in Scottsdale's numbering is due to the fact that it will not be introducing the exhibits at trial that were assigned the numbers that are missing on this list.

EXHIBIT NO.	DESCRIPTION	SPONSORING WITNESS
88.	Email from Reineccius to Thompson Re his retention of counsel, Stem's assertions are not factual and termination	David Buzby, Zeb Rice, John Carrington, Stacey Reineccius, Michael Zartman, Aaron Klass, Richard Grimm
89.	Email from Thompson to Reineccius about postponing Board meeting so Reineccius can consider settlement offer	David Buzby, Zeb Rice, John Carrington, Stacey Reineccius, Richard Grimm
90.	Letter from Reineccius to Buzby threatening legal action if they "further falsehoods" about him, resignation and settlement offer inadequate.	David Buzby, Zeb Rice, John Carrington, Michael Zartman, Aaron Klass, Richard Grimm
91.	Letter from Reineccius to Thompson threatening legal action if they "further falsehoods" about him, resignation and settlement offer inadequate.	David Buzby, Zeb Rice, John Carrington, Michael Zartman, Aaron Klass, Richard Grimm
92.	Email from Reineccius to Thompson, Buzby with letters threatening legal action if they "further falsehoods" about him, resignation and settlement offer inadequate.	David Buzby, Zeb Rice, John Carrington, Michael Zartman, Aaron Klass, Richard Grimm

EXHIBIT NO.	DESCRIPTION	SPONSORING WITNESS
93.	Email from Thompson to Reineccius material misrepresentation and need to investigate	David Buzby, Zeb Rice, John Carrington, Michael Zartman, Aaron Klass, Richard Grimm
95.	Email from Thompson to Reineccius re termination and demand	David Buzby, Zeb Rice, John Carrington, Michael Zartman, Aaron Klass, Richard Grimm, Michael Zartman, Aaron Klass
96.	Scottsdale's Management Liability and Specialty Best Claim Practices (SCOTTSDALE 1290-1307)	Michael Zartman, Aaron Klass
97.	Third Amended Complaint filed in Underlying Action	Michael Zartman, Aaron Klass, David Buzby, John Carrington, Zeb Rice, Richard Grimm, Gregory Klingsporn
100.	Scottsdale's claim file	Michael Zartman, Aaron Klass
101.	Scottsdale's underwriting file	Michael Zartman, Aaron Klass, Tanya Bryan, Paul Tomasi
102.	Scottsdale 2014-2015 Policy	Michael Zartman, Aaron Klass, Tanya Bryan, Paul Tomasi

EXHIBIT NO.	DESCRIPTION	SPONSORING WITNESS
103.	Scottsdale 2015-2016 Policy	Michael Zartman, Aaron Klass, Tanya Bryan, Paul Tomasi
104.	Scottsdale 2016-2017 Policy	Michael Zartman, Aaron Klass, Tanya Bryan, Paul Tomasi
105.	Expert Report of Robert A. Taylor	Robert Taylor
106.	Expert Report of Brand Cooper	Brand Cooper
107.	Expert Report of Jim Schratz	Jim Schratz
108.	Expert Reports of Larry Goanos	Larry Goanos

DATED: April __, 2021

COZEN O'CONNOR

By: /s/Valerie D. Rojas

Valerie D. Rojas

Angel Marti, III

Attorneys for Defendant SCOTTSDALE
INSURANCE COMPANY

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